

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

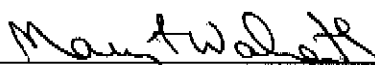
In re)	
)	Chapter 11
PHYLOS, INC.,)	
)	Case No. 03-11303 (MFW)
Debtor.)	
)	Related to Docket No. 411

ORDER

Upon consideration of the Settlement Stipulation Respecting (I) Ledgemont Realty Trust Motion for Allowance of Administrative Expense, (II) Complaint for (A) Revocation of Confirmation Order Pursuant to 11 U.S.C. §1144, (B) Appointment of a Chapter 11 Trustee, (C) Breach of Fiduciary Duty, and (D) Other Related Relief, and (III) Related Matters Pending Before this Court (the "Settlement Stipulation") and the Certification of Counsel filed in connection therewith, it is hereby

ORDERED that the Settlement Stipulation is APPROVED.

Dated: 12/21/04
Wilmington, Delaware



Honorable Mary F. Walrath
United States Bankruptcy Judge